

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

CAMPUS STORES OF MASS., INC.,

Plaintiff

v.

FOLLETT HIGHER EDUCATION
GROUP, INC.,

Defendant.

C.A. No. 05-11116 NG

AFFIDAVIT OF KENNETH K. QUIGLEY, JR.

I, Kenneth K. Quigley, Jr., under oath and based upon personal knowledge, state as follows:

1. I am the President of Curry College ("Curry" or the "College"), a 125 year old private liberal arts institution located in Milton, Massachusetts. I have served in this capacity since February 16, 1996.
2. Curry does not operate its own bookstore with its own employees. Rather, Curry's bookstore is (and historically has been) operated by an independent operator. Follett Higher Education Group, Inc.'s ("Follett") has operated Curry's bookstore as of June 1, 2005.
3. I am submitting this affidavit to alert the Court to very significant public interests which I believe are severely harmed if Follett is required to cease its current, on-going contract with Curry to serve as its bookstore operator. Immediate cessation of that contract, especially given this late date in the summer and the up-coming new academic year, will leave the College without any operating bookstore for an extended period of time during which the College seeks

and reviews proposals from other bookstore providers, negotiates terms and addresses written contracts. In my opinion, this will result in a severe public harm, to Curry students and community.

4. Curry has approximately 3,300 students. Those students consist of approximately 1,900 traditional four-year program students, 1,200 Continuing Education ("CE") students and 200 Graduate students. Of the 1,900 traditional students, close to 1,400 reside on campus. CE classes take place on Curry's campus, and also at satellite locations in Plymouth and Worcester. The next CE programs begin as early as August 8, 2005. Traditional and graduate classes commence on September 1, 2005. Follett, as operator of Curry bookstore, is to serve Curry students and faculty (and the Curry community overall) on the campus in Milton, and order and distribute books required for classes held at satellite locations in Plymouth and Worcester.

5. The month of August is the beginning of a critical and extremely busy time period for Curry and its bookstore as we prepare for the arrival of students and faculty, and the commencement of classes and various programs. The timetables for the arrival of the students and commencement of classes are summarized as follows:

Date	Event
August 7, 2005	Blue Hills Writing Institute commences on campus
August 12, 2005	Athletes return to campus, and live in residence halls
August 28, 2005	New student orientation begins, and new students live in assigned residence halls
August 31, 2005	All residence halls open and available for students' arrival
August 31, 2005	Registration for first semester classes
September 1, 2005	First semester classes begin
September 15, 2005	Period to Drop Courses and Add New Courses Ends
October 31-November 10, 2005	Advance registration for second semester classes

November 1, 2005	Deadline for faculty to submit book orders to bookstore operator for second semester courses
January 18, 2005	Final registration for second semester
January 19, 2006	Second semester classes begin

6. Curry cannot prepare for, or service, our students without the continued operation of our bookstore. Our students and our faculty (approximately 110 full-time faculty and 300 part-time faculty) depend upon the College's bookstore to provide them with the textbooks and reading materials required for their classes. Most of these textbooks and reading materials were ordered months ago, and, as I understand it, are not easily found elsewhere. As I understand the typical process, the bookstore operator orders the specified books from the publisher in specific quantities (based upon information submitted by our faculty to the bookstore operator and the anticipated number of students taking a course), the books are delivered to the bookstore and the bookstore operator makes them available for sale and distribution after conducting internal confirmations and inventory measures, and attending to pricing and other point of sale issues. Thus, the ability to purchase these course materials from the College's bookstore is not a mere convenience; it is a necessity to further Curry's educational mission and meet our obligations to our students. Students start purchasing their textbooks upon their return to campus in August, and continue to purchase them through the period established to drop courses and add new courses. The ordering and purchasing of books for the second semester courses then begins.

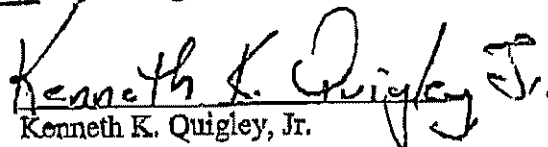
7. In addition, Curry students, most especially the approximate 1,400 students living in residence halls on Curry's campus, purchase a variety of other products (such as domestic items for student dormitory rooms, personal hygiene products, and food) from our bookstore. Our resident students, particularly those who have no cars on campus, rely on the bookstore for such purchases. (It should be noted that first year students at Curry are not permitted to have

their own cars on campus. These freshman, who are faced with numerous challenges upon transitioning to college life, will bear an especially difficult hardship.)

8. Without their textbooks and course reading materials, our faculty and students are restricted from doing their respective jobs of teaching and learning. This will impair our students' ability to earn course credit towards his/her degree. It also impacts persons in the community who are reached by our students and educational programs. For example, students in our nursing programs participate in internships/clinicals in many hospitals as part of their course work, applying what they learn from their textbooks and coursework to patients. Similarly, students in our education programs participate in student teaching at schools throughout eastern Massachusetts as part of their course work, applying what they learn from their textbooks and coursework to those young students in their own classroom settings.

9. In summary, the bookstore is the "engine" of the College. Without the orderly and uninterrupted operation of this engine, the College cannot teach its students. Follett has been the bookstore operator at Curry as of June 1, 2005. If Follett ceases and desists its relationship with Curry abruptly without a sufficient transition period, Curry students will be harmed significantly; the disruption will be extraordinary.

Signed under the penalties of perjury this 4th day of August, 2005.


Kenneth K. Quigley, Jr.